

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

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Counsel to Landlords Affiliated with Beacon Capital Partners LLC, Boston Properties, Inc., Columbia Property Trust, Manulife Investment Management (John Hancock Life Insurance Company), and WS Development

In re:

WEWORK INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 23-19865 (JKS)

(Jointly Administered)

RESERVATION OF RIGHTS OF LANDLORDS AFFILIATED WITH BEACON CAPITAL PARTNERS, LLC, BOSTON PROPERTIES, INC., COLUMBIA PROPERTY TRUST, MANULIFE INVESTMENT MANAGEMENT (JOHN HANCOCK LIFE INSURANCE COMPANY), AND WS DEVELOPMENT, TO DEBTORS' MOTION FOR

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://dm.epiq11.com/WeWork>. The location of Debtor WeWork Inc.'s principal place of business is 12 East 49th Street, 3rd Floor, New York, NY 10017; the Debtors' service address in these chapter 11 cases is WeWork Inc. c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005.

**ENTRY OF AN ORDER (I) AUTHORIZING AND APPROVING PROCEDURES TO
REJECT OR ASSUME EXECUTORY CONTRACTS AND UNEXPIRED
LEASES AND (II) GRANTING RELATED RELIEF**

The landlords listed on **Schedule 1** attached hereto (collectively, the “Landlords”, and each, a “Landlord”),² through their undersigned counsel, respectfully submit this reservation of rights (this “Reservation of Rights”) with respect to the Debtors’ *Motion For Entry of an Order (I) Authorizing and Approving Procedures to Reject or Assume Executory Contracts and Unexpired Leases, and (II) Granting Related Relief* [Docket No. 12] (the “Motion”), which provides procedures for the assumption, the assumption and assignment, and the rejection of contracts and real property leases. In support of this Reservation of Rights, the Landlords respectfully state as follows:

1. The Landlords are parties with certain of the Debtors to 19 nonresidential real property leases (collectively, the “Leases”, and each, a “Lease”). Each Lease is guaranteed by parent entities of the Debtor tenants that also appear to be Debtors.

2. While the Landlords have made progress over the past several days in negotiating changes to the proposed form of order attached to the Motion (the “Proposed Order”), there remain some open issues. The Landlords intend to continue trying to resolve the open issues before the hearing on the Motion (the “Hearing”). Because the terms of the revised Proposed Order remain fluid, the Landlords file this Reservation of Rights out of an abundance of caution.

3. To the extent that a revised Proposed Order approving the Motion does not incorporate the already agreed to revisions requested by the Landlords or the open issues are not

² Capitalized terms used, but not otherwise defined herein shall have the meaning given to them in the Lease Procedures Motion (as defined below).

resolved in a manner acceptable to the Landlords before the Hearing, the Landlords reserve their right to raise their objections at the Hearing.

4. Moreover, to the extent consistent with the Landlords' positions, the Landlords join in objections to the Motion that may be filed by other landlords or the Official Committee of Unsecured Creditors.

5. Nothing in this Reservation of Rights shall be interpreted as consent by any Landlord to the assumption or assumption and assignment of any Lease, and all objections and defenses to any request by the Debtors to assume or assume and assign any Lease are expressly preserved.

[remainder of page intentionally left blank]

WHEREFORE, the Landlords respectfully requests that the Court (i) consider their Reservation of Rights and any objections that Landlords may raise at the Hearing and (ii) grant to the Landlords such other and further relief as the Court deems just and appropriate.

Dated: November 22, 2023

GENOVA BURNS LLC

/s/ Donald W. Clarke

GENOVA BURNS LLC

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Schedule 1

Landlords

1. BNY Tower Associates LLC
2. BCal 44 Montgomery Property LLC
3. BCal Gateway Property LLC
4. BCSP 330 North Wabash Property LLC
5. BCSP 515 North State Street LLC
6. BCSP Circa Property LLC
7. BCSP Crossroads Property LLC
8. BXP Mission 535 LP
9. CCP/MS SSIII Denver Tabor Center 1 Property Owner, LLC
10. Columbia REIT-650 California LLC
11. CSHV-One American Center, LLC
12. Embarcadero Center Associates
13. Hancock REIT Sacramento LLC
14. John Hancock Life Insurance Company (U.S.A.)
15. Seaport B/C Retail Owner LLC
16. The Building at 575 Fifth Office Owner LLC
17. The Manufacturers Life Insurance Company
18. Transbay Tower LLC
19. Wells REIT II - 80 M Street, LLC